

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: BAYOU STEEL BD HOLDINGS, L.L.C., <i>et al.</i> , ¹ Debtors.	Chapter 7 Case No. 19-12153 (KBO) (Jointly Administered)
GEORGE L. MILLER, in his capacity as Chapter 7 Trustee for the jointly administered bankruptcy estates of Bayou Steel BD Holdings, L.L.C., <i>et al.</i> , Plaintiff, v. BLACK DIAMOND CAPITAL MANAGEMENT, L.L.C.; BDCM OPPORTUNITY FUND IV, L.P.; BLACK DIAMOND COMMERCIAL FINANCE, L.L.C.; SAM FARAHNAK; PHIL RAYGORODETSKY; ROB ARCHAMBAULT; TERRY TAFT; and BOB UNFRIED, Defendants.	Adv. Proc. No.: 21-51013 (KBO) Re: Adv. D.I. 1

INDEPENDENT DIRECTORS' MOTION TO DISMISS

Pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure, made applicable to these proceedings by Rule 7012 of the Federal Rules of Bankruptcy Procedure, Defendants Rob Archambault, Terry Taft, and Bob Unfried (collectively, the “Independent Directors”), hereby

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Bayou Steel BD Holdings, L.L.C., a Delaware limited liability company (1984), BD Bayou Steel Investment, LLC, a Delaware limited liability company (1222), and BD LaPlace, LLC, a Delaware limited liability company (5783).

move to dismiss with prejudice each of the Counts of Plaintiff's Complaint asserted against them (Claims Nine, Eleven, and Twelve). In support of hereof, the Independent Directors incorporate their contemporaneously filed Opening Brief.

Dated: November 22, 2021
Wilmington, Delaware

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CERTIFICATE OF SERVICE

I hereby certify that on November 22, 2021, I caused the foregoing to be filed with the Clerk of Court using the CM/ECF system, which will then send a notification of such filing to the following:

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